

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEW JERSEY**

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In re: : CHAPTER 11  
SHAPES/ARCH HOLDINGS L.L.C., et al., : CASE NO. 08-14631  
Debtors. : (Jointly Administered)  
:  
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**DECLARATION OF DANIEL C. MCELHINNEY OF  
EPIQ BANKRUPTCY SOLUTIONS, LLC CERTIFYING THE  
BALLOTS ACCEPTING OR REJECTING THE DEBTORS' THIRD  
AMENDED JOINT PLAN OF REORGANIZATION UNDER  
CHAPTER 11 OF THE BANKRUPTCY CODE DATED AS OF JUNE 27, 2008**

STATE OF NEW YORK )  
                      ) ss:  
COUNTY OF NEW YORK )

Daniel C. McElhinney, being duly sworn, hereby declares under penalty of perjury:

1. I am Senior Vice President and Director of Operations of Epiq Bankruptcy Solutions, LLC (“Epiq”). I am over the age of 18 years and not a party to the within action.

2. Except as otherwise indicated, all facts set forth herein are based upon my personal knowledge or my review of relevant documents. If I were called upon to testify, I could and would testify competently as to the facts set forth herein. I submit this declaration with respect to the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (as may be modified and/or amended, the “Plan”) of the above-captioned debtors and debtors in possession (collectively, the “Debtors”). Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Plan.

3. Pursuant to the Order Authorizing Retention of Epiq Bankruptcy Solutions, LLC as Official Noticing, Claims and/or Solicitation and Balloting Agent for the

Debtors, dated March 18, 2008, Epiq was appointed, inter alia, to act as balloting agent to the Debtors for the purposes of soliciting, receiving and tabulating ballots accepting or rejecting the Plan.

4. The procedures for solicitation and tabulation of votes on the Plan are outlined in the Order: (i) Approving the Joint Disclosure Statement for the Third Amended Joint Plan of Reorganization; (ii) Approving Form and Manner of Solicitation Packages; (iii) Approving the Form and Manner of Notice of the Confirmation Hearing; (iv) Establishing Record Date and Approving Procedures for Distribution of Solicitation Packages; (v) Approving Forms of Ballots; (vi) Establishing Deadline for Receipt of Ballots; (vii) Approving Procedures for Vote Tabulation; (viii) Establishing Deadline and Procedures for Filing Objections to Confirmation of the Plan; and (ix) Granting Related Relief, dated March 23, 2008 (the “Disclosure Statement Order”).

5. Pursuant to the Disclosure Statement Order, only holders of Claims in the following Classes (the “Voting Classes”) were entitled to vote to accept or reject the Plan:

- Class 5 – PMSI Claims
- Class 6 – Shippers and Warehousemen Claims
- Class 7 – Collateralized Insurance Program Claims
- Class 9 – Environmental Claims
- Class 10 – General Unsecured Claims

### **TABULATION PROCESS**

6. Epiq created a voting database reflecting the names and addresses of the holders of record of Claims in the Voting Classes and such other parties as were required to receive notices with respect to the Plan. Using its database, Epiq supervised the preparation of address labels for, and the mailing of, packages to these groups. Each package that was mailed to a holder of record in the Voting Classes contained the appropriate Voting Class ballot.

7. Pursuant to the Disclosure Statement Order, all completed ballots were required to be returned by: (a) first class mail to Shapes/Arch Holdings, LLC, Ballot Processing Center, c/o Epiq Bankruptcy Solutions, LLC, FDR Station, P.O. Box 5112, New York, New York 10150-5112; or (b) personal delivery or overnight courier to Shapes/Arch Holdings, LLC, Ballot Processing Center, c/o Epiq Bankruptcy Solutions, LLC, 757 Third Avenue, 3<sup>rd</sup> Floor, New York, New York 10017, so as to be received no later than 4:00 p.m. (prevailing New York City time), on June 27, 2008 (the "Voting Deadline").

8. Upon receipt of the envelopes containing ballots, Epiq adhered to the following procedures:

- (a) Each returned envelope was opened and the ballots were removed, inspected and stamped with the date received;
- (b) Each ballot was given a sequential number when received (the "Sequence Number"). Epiq personnel then entered into a computer database reserved exclusively for recording votes all pertinent information from the ballots, including, among other things, the Sequence Number and whether such ballots indicated acceptance or rejection of the Plan.
- (c) All properly completed and executed ballots received by Epiq on or prior to the Voting Deadline were tabulated in accordance with the Disclosure Statement Order and the above procedures.<sup>1</sup>

9. The results of the aforesaid tabulation are set forth in Table 1. In addition, annexed hereto as Exhibit A is a detailed accounting of the tabulation of such ballots.

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<sup>1</sup> Epiq is in possession of all ballots received. Copies of such ballots are available for review during Epiq's regular business hours at 757 Third Avenue, 3rd Floor, New York, NY 10017.

**TABLE 1<sup>2</sup>**

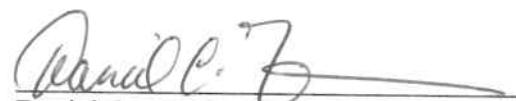
| CLASSES  | TOTAL BALLOTS RECEIVED    |               |                         |              |
|--|---------------------------|---------------|-------------------------|--------------|
|  | ACCEPT                    |               | REJECT                  |              |
|  | AMOUNT                    | NUMBER        | AMOUNT                  | NUMBER       |
| <b>Class 5 – PMSI Claims</b>                             | \$56,712.12<br>100.00%    | 1<br>100.00%  | \$0.00<br>0.00%         | 0<br>0.00%   |
| <b>Class 6 – Shippers and Warehousemen Claims</b>        | \$12,769.01<br>100.00%    | 4<br>100.00%  | \$0.00<br>0.00%         | 0<br>0.00%   |
| <b>Class 7 – Collateralized Insurance Program Claims</b> | \$0.00<br>0.00%           | 0<br>0.00%    | \$393,970.00<br>100.00% | 1<br>100.00% |
| <b>Class 10 – General Unsecured Claims</b>               | \$22,956,813.82<br>98.27% | 166<br>93.26% | \$403,342.45<br>1.73%   | 12<br>6.74%  |

10. Table 1 and Exhibit A do not reflect any ballots that failed to conform to the requirements set forth in the voting instructions and procedures contained in the ballots, as well as the Disclosure Statement Order. A schedule of such non-conforming ballots identifying the name of the entity that cast each such defective ballot (if determinable), the amount stated on the face of the ballot (if determinable), and the manner in which each such ballot failed to conform to the requirements set forth in the Disclosure Statement Order, is annexed here to as Exhibit B.

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<sup>2</sup> The Debtors have granted Pollution Control Financing Authority of Camden County an extension of the Voting Deadline through 5:00 p.m. on Thursday, July 3, 2008 to submit a ballot in Class 9. If received, Epiq will file a supplement to this Declaration reflecting such ballot.

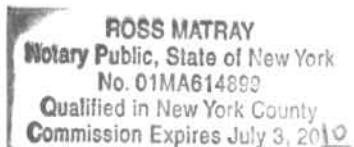
I hereby declare under penalty of perjury that the foregoing information concerning the distribution, receipt and tabulation of ballots in connection with the Plan is true and correct to the best of my knowledge, information and belief.



Daniel C. McElhinney

Sworn to before me on this  
the 2nd day of July, 2008

Ross Matray  
Notary Public



**EXHIBIT A**

TIME: 11:08:45  
DATE: 07/03/08SHAPES/ARCH HOLDINGS LLC  
VOTING SUMMARY REPORT

PAGE: 1

## VOTERS ACCEPTING

## VOTERS REJECTING

| <u>CLASS</u>            | VOTERS ACCEPTING |            |                  |            | VOTERS REJECTING |            |                  |            |
|-------------------------|------------------|------------|------------------|------------|------------------|------------|------------------|------------|
|                         | <u>BALLOTS</u>   | <u>PCT</u> | <u>\$ AMOUNT</u> | <u>PCT</u> | <u>BALLOTS</u>   | <u>PCT</u> | <u>\$ AMOUNT</u> | <u>PCT</u> |
| 10 Class 10 General Uns | 166              | 93.26      | 22,956,813.82    | 98.27      | 12               | 6.74       | 403,342.45       | 1.73       |
| 5 Class 5 Secured Clai  | 1                | 100        | 56,712.12        | 100        | 0                | 0          | 0.00             | 0          |
| 6 Class 6 Secured Clai  | 4                | 100        | 12,769.01        | 100        | 0                | 0          | 0.00             | 0          |
| 7 Class 7 Collateraliz  | 0                | 0          | 0.00             | 0          | 1                | 100        | 393,970.00       | 100        |
| TOTALS:                 | 171              | 93         | 23,026,294.95    | 97         | 13               | 7          | 797,312.45       | 3          |

TIME: 11:06:03  
DATE: 07/03/08

SHAPES/ARCH HOLDINGS LLC  
Class 5 Secured Claims Purchase Money

PAGE: 1

| VENDOR # | CLAIM/ SCHEDULE CLASS | PLAN | CLAIMANT             | ELIGIBLE VOTING AMOUNT | TOTAL VOTING AMOUNT | ACCEPT/REJECT | COUNT | BALLOT # | CTR |
|----------|-----------------------|------|----------------------|------------------------|---------------------|---------------|-------|----------|-----|
| 51100    | 546                   | 5    | CROWN CREDIT COMPANY | 56,712.12              | 56,712.12           | ACCEPTS       | 200   |          |     |

TOTAL AMOUNT VOTING:  
AMOUNT ACCEPTING PLAN:  
AMOUNT REJECTING PLAN:

56,712.12  
56,712.12  
0.00

VOTERS ACCEPTING:  
VOTERS REJECTING:

1  
0

PERCENT AMOUNT ACCEPTING:  
PERCENT AMOUNT REJECTING:

100%  
0%

PERCENT VOTERS ACCEPTING:  
PERCENT VOTERS REJECTING:

100%  
0%

TIME: 11:06:31  
DATE: 07/03/08SHAPES/ARCH HOLDINGS LLC  
Class 6 Secured Claims of Warehousemen

PAGE: 1

| VENDOR # | CLAIM/ SCHEDULE CLASS | PLAN | CLAIMANT                         | ELIGIBLE  | TOTAL VOTING AMOUNT | ACCEPT/REJECT COUNT | BALLOT # | CTR                       |
|----------|-----------------------|------|----------------------------------|-----------|---------------------|---------------------|----------|---------------------------|
| 53700    | 633000780             | 6    | DALLAS TRANSFER                  | 100.00    | 382.38              | ACCEPTS             | 69       |                           |
| 53700    | 633000790             | 6    | DALLAS TRANSFER & TERMINAL WAREH | 282.38    | 1,038.71            | ACCEPTS             | 107      | PRP                       |
| 68400    | 634000640             | 6    | FEDEX                            | 4,492.32  | 4,492.32            | ACCEPTS             | 64       | XCR                       |
| 80400    | 635000650             | 6    | GRAFCO                           | 6,855.60  | 6,855.60            | ACCEPTS             | 13       |                           |
| 180700   | 20                    | 6    | STANDARD WAREHOUSE & DISTRIBUTIN | 12,769.01 | 12,769.01           | VOTERS ACCEPTING:   | 100%     | PERCENT VOTERS ACCEPTING: |
|          |                       |      |                                  | 0.00      | 0.00                | VOTERS REJECTING:   | 0%       | PERCENT VOTERS REJECTING: |

TIME: 11:06:59  
DATE: 07/03/08

SHAFES/ARCH HOLDINGS LLC  
Class 7 Collateralized Insurance Program

PAGE: 1

| VENDOR #               | CLAIM/ SCHEDULE CLASS | PLAN       | CLAIMANT                   | ELIGIBLE   | TOTAL VOTING AMOUNT       | ACCEPT/REJECT COUNT | BALLOT #                  | CTR  |
|------------------------|-----------------------|------------|----------------------------|------------|---------------------------|---------------------|---------------------------|------|
| 20500                  | 484                   | 7          | ARROWOOD INDEMNITY COMPANY | 393,970.00 | 393,970.00                | **REJECTS**         | 44                        |      |
| TOTAL AMOUNT VOTING:   |                       | 393,970.00 |                            |            |                           |                     |                           |      |
| AMOUNT ACCEPTING PLAN: |                       | 0.00       | VOTERS ACCEPTING:          | 0          | PERCENT AMOUNT ACCEPTING: | 0%                  | PERCENT VOTERS ACCEPTING: | 0%   |
| AMOUNT REJECTING PLAN: |                       | 393,970.00 | VOTERS REJECTING:          | 1          | PERCENT AMOUNT REJECTING: | 100%                | PERCENT VOTERS REJECTING: | 100% |

SHAPES/ARCH HOLDINGS LLC  
Class 10 General Unsecured Claims

PAGE: 1

| VENDOR # | CLAIM/ SCHEDULE CLASS | PLAN CLASS | CLAIMANT                         | ELIGIBLE      | TOTAL VOTING AMOUNT | ACCEPT/REJECT COUNT | BALLOT # | CTR |
|----------|-----------------------|------------|----------------------------------|---------------|---------------------|---------------------|----------|-----|
|          |                       |            |                                  | VOTING AMOUNT |                     |                     |          |     |
| 0        | 632010940             | 10         | J . J. MALONEY CO.               | 212.20        | 212.20              | ACCEPTS             | 22       |     |
| 0        | 635002230             | 10         | P . E.C.O.                       | 61,989.13     | 61,989.13           | ACCEPTS             | 108      |     |
| 0        | 635002050             | 10         | CART-ALL EXPRESS                 | 1,675.00      | 1,675.00            | ACCEPTS             | 115      |     |
| 0        | 634002030             | 10         | FRED'S TRAILER REPAIR INC        | 205.00        | 205.00              | ACCEPTS             | 133      |     |
| 0        | 632010790             | 10         | CAMDEN COUNTY MUNICIPAL          | 700.00        | 700.00              | **REJECTS**         | 169      |     |
| 0        | 632010710             | 10         | AA ELECTRIC                      | 176.51        | 176.51              | ACCEPTS             | 174      |     |
| 0        | 635002090             | 10         | INTERNATIONAL PLASTIC            | 1,000.00      | 1,000.00            | ACCEPTS             | 190      |     |
| 0        | 632011160             | 10         | PANITCH SCHWARZE JACOBS          | 190.00        | 190.00              | ACCEPTS             | 193      |     |
| 1300     | 63200140              | 10         | ABF FREIGHT SYSTEM, INC.         | 2,014.63      | 2,014.63            | **REJECTS**         | 93       |     |
| 1700     | 632000180             | 10         | ACCENT CONTROL SYSTEMS           | 2,599.73      | 2,599.73            | ACCEPTS             | 82       |     |
| 2000     | 633000050             | 10         | ACCU STAFFING SERVICES           | 405.76        | 405.76              | ACCEPTS             | 53       |     |
| 2700     | 511                   | 10         | ACME CORRUGATED BOX CO., INC     | 13,271.04     |                     |                     |          |     |
| 2700     | 512                   | 10         | ACME CORRUGATED BOX CO., INC     | 18,161.50     |                     |                     |          |     |
| 2700     | 513                   | 10         | ACME CORRUGATED BOX CO., INC     | 136,076.00    |                     |                     |          |     |
| 3400     | 635000060             | 10         | ACRILEX INC.                     | 15,977.60     | 15,977.60           | ACCEPTS             | 156      |     |
| 6000     | 632000370             | 10         | ADVANCED RECOVERY SERVICES INC.  | 21,058.51     |                     |                     |          |     |
| 6000     | 208                   | 10         | ADVANCED RECOVERY SERVICES, INC. | 21,058.51     |                     |                     |          |     |
| 6000     | 243                   | 10         | ADVANCED RECOVERY SERVICES, INC. | 21,058.51     |                     |                     |          |     |
| 6700     | 30                    | 10         | ADVANCE SCALE CO., INC.          | 1,163.63      |                     |                     |          |     |
| 6700     | 6700                  | 10         | ADVANCE SCALE CO., INC.          | 2,549.68      |                     |                     |          |     |
| 7000     | 632000380             | 10         | AGIS LLC                         | 594.10        | 594.10              | ACCEPTS             | 2        | DUP |
| 7500     | 635000090             | 10         | AIR & ELECTRIC EQUIPMENT CO      | 6,217.01      |                     |                     |          |     |
| 7500     | 260                   | 10         | AIR & ELECTRIC EQUIPMENT CO      | 9,025.30      |                     |                     |          |     |
| 8500     | 632000470             | 10         | AIRLINE HYDRAULICS CORP.         | 4,032.39      | 4,032.39            | **REJECTS**         | 177      | XCR |
| 8600     | 632000400             | 10         | AIR LIQUIDE IND. US LP           | 44,228.31     | 44,228.31           | ACCEPTS             | 77       | PRP |
| 8800     | 121                   | 10         | AIR LIQUIDE INDUSTRIAL U.S. LP   | 52,483.08     | 52,483.08           | ACCEPTS             | 30       |     |
| 8900     | 8900                  | 10         | AIR NOVA INC.                    | 15,050.00     |                     |                     |          |     |
| 9100     | 44                    | 10         | ATRNOVA, INC.                    | 13,650.00     |                     |                     |          |     |
| 9100     | 72                    | 10         | AIR-OIL SYSTEMS, INC.            | 1,782.29      |                     |                     |          |     |
| 9100     | 632000450             | 10         | AIR-OIL SYSTEMS, INC.            | 1,782.29      |                     |                     |          |     |
| 9100     | 25                    | 10         | AIR-OIL SYSTEMS, INC.            | 1,782.29      |                     |                     |          |     |
| 10000    | 632000520             | 10         | AKRON BEARING CO.                | 5,898.77      |                     |                     |          |     |

| VENDOR # | CLAIM/ SCHEDULE CLASS | PLAN CLAIMANT                       | ELIGIBLE     | TOTAL VOTING AMOUNT | ACCEPT/REJECT COUNT | BALLOT # | CTR |
|----------|-----------------------|-------------------------------------|--------------|---------------------|---------------------|----------|-----|
| 10000    | 82                    | 10 AKRON BEARING CO. INC            | 5,898.77     | 11,797.54           | ACCEPTS             | 57       | AAF |
| 10500    | 632000540             | 10 ALAN'S COLLISION CENTER          | 3,821.16     | 3,821.16            | ACCEPTS             | 9        |     |
| 10800    | 460                   | 10 ALCAN ALUMINUM CORP.             | 6,581,586.45 | 6,581,586.45        | ACCEPTS             | 195      | CLS |
| 11400    | 518                   | 10 ALCOA INC.                       | 336,156.47   | 336,156.47          | ACCEPTS             | 139      | AAF |
| 12800    | 35                    | 10 ALL WEATHER TEMPERING            | 8,413.40     | 8,413.40            | ACCEPTS             | 182      |     |
| 15300    | 401                   | 10 AMERICAN EXPRESS TRAVEL RELATED  | 1,649.14     | 1,649.14            | ACCEPTS             | 148      | AAF |
| 15300    | 402                   | 10 AMERICAN EXPRESS TRAVEL RELATED  | 11,801.53    | 11,801.53           | ACCEPTS             | 173      | XCR |
| 15300    | 403                   | 10 AMERICAN EXPRESS TRAVEL RELATED  | 6,460.98     | 19,911.65           | ACCEPTS             | 128      |     |
| 15600    | 347                   | 10 AMERICAN IRON & METAL CO. USA IN | 181,087.20   | 181,087.20          | ACCEPTS             | 42       |     |
| 16900    | 632000970             | 10 AMS MECHANICAL LLC               | 17,045.69    | 17,045.69           | ACCEPTS             |          |     |
| 17300    | 633000210             | 10 ANDREW'S INTERNATIONAL CO LTD    | 36,704.95    | 36,704.95           | ACCEPTS             |          |     |
| 21600    | 633000300             | 10 ASSOCIATED IMAGING SOLUTIONS     | 217.81       | 217.81              | ACCEPTS             |          |     |
| 23900    | 248                   | 10 AVAYA INC.                       | 891.54       | 1,783.08            | ACCEPTS             |          |     |
| 23900    | 291                   | 10 AVAYA INC.                       | 891.54       | 1,783.08            | ACCEPTS             |          |     |
| 24400    | 43                    | 10 AZON USA, INC.                   | 57,027.64    | 57,027.64           | **REJECTS**         | 86       |     |
| 24900    | 190                   | 10 BARDOT PLASTICS, INC.            | 76,984.30    | 76,984.30           | ACCEPTS             | 196      | CLS |
| 30200    | 635000290             | 10 BOWMAN DISTRIBUTION              | 3,570.09     | 3,570.09            | ACCEPTS             | 163      |     |
| 30500    | 135                   | 10 BOYLE BROS. INC.                 | 1,252.40     | 1,252.40            | ACCEPTS             | 194      |     |
| 32000    | 142                   | 10 BROADVIEW NETWORKS               | 90.35        | 90.35               | ACCEPTS             | 164      |     |
| 32400    | 23                    | 10 BUCKS COUNTY WATER & SEWER AUTHO | 8,267.41     | 8,267.41            | ACCEPTS             | 15       | NSD |
| 32900    | 442                   | 10 BURLINGHAM INTERNATIONAL         | 10,256.24    | 20,512.48           | ACCEPTS             | 136      | DUP |
| 32900    | 466                   | 10 BURLINGHAM INTERNATIONAL         | 10,256.24    | 20,512.48           | ACCEPTS             | 99       | CLS |
| 33500    | 229                   | 10 CALDWELL MFG. CO.                | 21,160.31    | 21,160.31           | ACCEPTS             |          |     |
| 34400    | 404                   | 10 CAN-ENG FURNACES INTERNATIONAL   | 1,107.75     | 1,107.75            | ACCEPTS             | 31       |     |
| 34800    | 632001900             | 10 CAPP INC                         | 3,227.85     | 3,227.85            | ACCEPTS             | 181      |     |
| 35600    | 14                    | 10 CAST RITE METAL CO               | 1,493.63     | 1,493.63            | ACCEPTS             | 157      | AAF |
| 35800    | 632001940             | 10 CASTROL INDUSTRIAL AMERICAS      | 5,236.77     | 5,236.77            | ACCEPTS             | 96       | XCR |
| 35600    | 258                   | 10 CHARLES A LONG, INC              | 6,296.25     | 12,592.50           | ACCEPTS             | 49       | AAF |
| 38600    | 278                   | 10 CHARLES A LONG, INC              | 6,296.25     | 12,592.50           | ACCEPTS             | 49       | DUP |
| 39000    | 192                   | 10 C H BRIGGS INC                   | 2,310.00     |                     |                     |          |     |

SHAPES/ARCH HOLDINGS LLC  
Class 10 General Unsecured Claims

PAGE: 3

| VENDOR # | CLAIM/ SCHEDULE CLASS | PLAN CLAIMANT                              | ELIGIBLE VOTING AMOUNT | TOTAL VOTING AMOUNT | ACCEPT/REJECT COUNT | BALLOT # | CTR |
|----------|-----------------------|--|------------------------|---------------------|---------------------|----------|-----|
| 39000    | 413                   | 10 CHERIGGS INC.                           | 2,310.00               | 4,620.00            | ACCEPTS             | 43 AAF   |     |
| 42300    |                       | 632002270 10 CLENDENIN BROS. INC.          | 12,635.00              | 12,635.00           | ACCEPTS             | 189      |     |
| 43800    | 252                   | 10 COILPLUS-PENNSYLVANIA, INC.             | 252,882.84             | 252,882.84          | ACCEPTS             | 142 CLS  |     |
| 44300    |                       | 635000410 10 COLONIAL METAL PRODUCTS, INC. | 7,223.97               | 7,223.97            | ACCEPTS             | 124      |     |
| 44900    | 567                   | 10 COLORWORKS GRAPHIC SERVICES, INC        | 18,095.47              | 18,095.47           | ACCEPTS             | 201      |     |
| 44900    | 568                   | 10 COLORWORKS GRAPHIC SERVICES, INC        | 41,193.25              | 41,193.25           | ACCEPTS             | 202      |     |
| 46800    |                       | 632002410 10 CONSOLIDATED CERAMIC PRODUCTS | 1,787.13               | 1,787.13            | ACCEPTS             | 85       |     |
| 48600    |                       | 632002500 10 COONEY BROTHERS, INC.         | 7,430.88               | 7,430.88            | ACCEPTS             | 112 XCR  |     |
| 48700    | 171                   | 10 COONEY BROTHERS INC                     | 5,722.17               | 5,722.17            | ACCEPTS             | 132      |     |
| 52300    |                       | 633000760 10 CS PACKAGING INC              | 11,214.84              | 11,214.84           | ACCEPTS             | 87       |     |
| 53300    |                       | 632002730 10 CUT-MARK                      | 1,973.75               | 1,973.75            | ACCEPTS             | 123 XCR  |     |
| 55200    |                       | 632002870 10 DAYCO INCORPORATED            | 2,507.26               | 2,507.26            | ACCEPTS             | 113      |     |
| 55700    | 139                   | 10 D&D TECHNOLOGIES USA, INC.              | 51,007.47              | 51,007.47           | ACCEPTS             | 91       |     |
| 60900    | 704                   | 10 EASTERN LIFT TRUCK COMPANY, INC         | 2,116.95               | 2,116.95            | ACCEPTS             | 138      |     |
| 62800    | 423                   | 10 EMSOURCE, INC.                          | 5,000.00               | 5,000.00            | ACCEPTS             | 61       |     |
| 63100    | 148                   | 10 ENCO MANUFACTURING COMPANY, INC         | 167.35                 | 167.35              | ACCEPTS             | 155 AAF  |     |
| 63200    |                       | 6335000520 10 ENDURA PRODUCTS              | 3,131.48               | 3,131.48            | ACCEPTS             | 47       |     |
| 65100    |                       | 632003300 10 E.T. SABA ASSOCIATES, INC.    | 10,079.00              | 10,079.00           | ACCEPTS             | 144 XCR  |     |
| 68500    | 244                   | 10 FEDEX FREIGHT EAST                      | 978.14                 | DUP                 |                     |          |     |
| 68500    | 267                   | 10 FEDEX FREIGHT EAST                      | 978.14                 | DUP                 |                     |          |     |
| 68500    | 245                   | 10 FEDEX FREIGHT WEST                      | 75.71                  | DUP                 |                     |          |     |
| 68500    | 268                   | 10 FEDEX FREIGHT WEST                      | 75.71                  | DUP                 |                     |          |     |
| 71100    |                       | 632003790 10 FOAMPACK INC.                 | 4,284.86               | XCR                 |                     |          |     |
| 71100    | 246                   | 10 FOAMPACK INC.                           | 3,909.75               | CLS                 |                     |          |     |
| 71100    |                       | 635000580 10 FOAMPACK, INC.                | 1,225.02               | XCR                 |                     |          |     |
| 78400    | 304                   | 10 GILL POWDER COATING, INC                | 42,877.45              | 42,877.45           | ACCEPTS             | 102 DUP  |     |
| 78400    | 255                   | 10 GILL POWDER COATING, INC                | 42,420.17              | 42,420.17           | ACCEPTS             | 126 CLS  |     |
| 79100    | 336                   | 10 GLENCORE LTD.                           | 2,892,033.85           | 2,892,033.85        | ACCEPTS             | 183      |     |
| 79500    |                       | 635000630 10 GLOBAL SOURCE LINK            | 738.61                 | 738.61              | ACCEPTS             | 89       |     |
| 80700    |                       | 633001330 10 GRAINGER                      | 95.04                  | XCR                 |                     |          |     |

| VENDOR # | CLAIM/ SCHEDULE CLASS | CLAIMANT  | PLAN | ELIGIBLE               | TOTAL VOTING AMOUNT | ACCEPT/REJECT | COUNT | BALLOT # | CTR |
|----------|-----------------------|---|------|------------------------|---------------------|---------------|-------|----------|-----|
|          |                       |   |      | VOTING AMOUNT          |                     |               |       |          |     |
| 80700    | 632004210             | 10 GRAINGER   |      | 4,530.58               | 4,625.62            | ACCEPTS       | 26    | XCR      |     |
| 81600    | 632004240             | 10 GRAYSON MITCHELL INC.  |      | 39,185.21              | 39,185.21           | ACCEPTS       | 8     |          |     |
| 83300    | 635000670             | 10 GUARDIAN INDUSTRIES CORP.  |      | 16,545.40              | 16,545.40           | ACCEPTS       | 175   |          |     |
| 86800    | 396 254               | 10 H. B. FULLER<br>H.B. FULLER COMPANY                                  |      | 3,076.85<br>45,967.11  | 49,043.96           | ACCEPTS       | 79    | CLS AND  |     |
| 87500    | 633001560             | 10 HENG HING METAL FACTORY LTD  |      | 17,220.07              | 17,220.07           | ACCEPTS       | 165   |          |     |
| 87700    | 633001570             | 10 HENNEN & ASSOCIATES  |      | 550.00                 | 550.00              | **REJECTS**   | 119   |          |     |
| 88200    | 458                   | 10 HESS CORPORATION   |      | 2,584,385.68           | 2,584,385.68        | ACCEPTS       | 170   |          |     |
| 90600    | 635000710             | 10 HOUSEHOLD METALS, INC.   |      | 26,694.15              | 26,694.15           | **REJECTS**   | 74    |          |     |
| 92600    | 632004720             | 10 IFM EFEKTOR, INC.  |      | 4,439.50               | 4,439.50            | ACCEPTS       | 162   | XCR      |     |
| 93500    | 634000830             | 10 INDEPENDENT STEEL  |      | 35,640.84              | 35,640.84           | ACCEPTS       | 184   |          |     |
| 94000    | 6                     | 10 INDUSTRIAL SUPPLIES CO.<br>INDUSTRIAL SUPPLIES CO.                   |      | 1,522.55<br>1,482.06   | 3,004.61            | **REJECTS**   | 10    | XCR      |     |
| 94000    | 632004810             | 10 JANI-KING OF PHILADELPHIA, INC.<br>JANI-KING OF PHILADELPHIA, INC.   |      | 3,288.64               | 6,577.28            | ACCEPTS       | 35    | CLS DUP  |     |
| 98700    | 118 418               | 10 JOHN BRIDGE SONS, INC.   |      | 37,864.24              | 37,864.24           | ACCEPTS       | 145   | XCR      |     |
| 102100   | 632005240             | 10 KEYSTONE FIRE PROTECTION CO.   |      | 3,343.02               | 21,598.64           | ACCEPTS       | 51    |          |     |
| 107600   | 726                   | 10 LAB SAFETY SUPPLY INC  |      | 312.34                 | 312.34              | ACCEPTS       | 98    | XCR      |     |
| 109300   | 634000990             | 10 LAFAYETTE TECHNOLOGY LLC   |      | 59.32                  | 569.32              | ACCEPTS       | 70    |          |     |
| 109500   | 632005550             | 10 LARSEN & SHAW LIMITED  |      | 93,137.64              | 93,137.64           | ACCEPTS       | 129   | AAF      |     |
| 110100   | 298                   | 10 LATHAM MANUFACTURING CORP.   |      | 19,673.92              | 19,673.92           | ACCEPTS       | 143   | CLS      |     |
| 110600   | 261                   | 10 L.C. INDUSTRIAL (HONG KONG) LTD<br>L.C. INDUSTRIAL (HONG KONG) LTD   |      | 4,711.49               | 9,422.98            | ACCEPTS       | 130   | XCR AAF  |     |
| 111200   | 339                   | 10 LEADING EDGE DISTRIBUTION  |      | 4,129.28               | 4,129.28            | ACCEPTS       | 65    |          |     |
| 111400   | 635000850             | 10 LEEMAN ARCHITECTURAL WOODWORK  |      | 1,610.00               | 1,610.00            | ACCEPTS       | 40    |          |     |
| 111700   | 633002080             | 10 LONDON & SCANDINAVIAN METALLURGI<br>LONDON & SCANDINAVIAN METALLURGI |      | 18,378.15<br>18,378.15 | 36,756.30           | ACCEPTS       | 37    | DUP      |     |
| 114400   | 299                   | 10 LOUIS P CANUSO, INC.   |      | 1,521.84               | 1,521.84            | ACCEPTS       | 153   |          |     |
| 114400   | 357                   | 10 LUMBERMEN ASSOCIATES, INC.   |      | 58,499.48              | 58,499.48           | ACCEPTS       | 149   |          |     |

Case 08-14631-GMB Doc 483 Filed 07/03/08 Entered 07/03/08 14:24:41 Desc Main Document Page 15 of 22

| VENDOR # | CLAIM/ SCHEDULE CLASS | CLAIMANT | PLAN  | ELIGIBLE             | TOTAL VOTING AMOUNT | ACCEPT/REJECT | COUNT | BALLOT #   | CTR |
|----------|-----------------------|----------|---|----------------------|---------------------|---------------|-------|------------|-----|
| 118000   | 392                   | 10       | MARUBENI AMERICA CORP.                        | 1,871,574.41         | 1,871,574.41        | ACCEPTS       | 158   | AAF        |     |
| 118500   | 32                    | 10       | MARYLAND RECYCLE CO., INC.                    | 214,582.60           | 214,582.60          | **REJECTS**   | 179   | CLS        |     |
| 118800   | 632005850             | 10       | MATALCO INC.                                  | 11,030.03            | 11,030.03           | ACCEPTS       | 191   |            |     |
| 121000   | 634001200             | 10       | MEDALCO METALS, INC                           | 62,908.72            | 62,908.72           | ACCEPTS       | 154   | XCR        |     |
| 121900   | 183                   | 10       | MERCHANTS FASTENER CORP.                      | 1,752.71             | 1,752.71            | ACCEPTS       | 1     | AAF        |     |
| 123300   | 632006030             | 10       | METAL MANAGEMENT, INC.                        | 217,929.02           | 217,929.02          | ACCEPTS       | 48    | XCR        |     |
| 123400   | 594                   | 10       | METAL MANAGEMENT NASHVILLE, LLC               | 38,749.76            | 38,749.76           | ACCEPTS       | 56    |            |     |
| 124200   | 228                   | 10       | METLSAW SYSTEMS INC.<br>METLSAW SYSTEMS, INC. | 4,495.81<br>4,495.81 | 8,991.62            | ACCEPTS       | 80    | AAF<br>XCR |     |
| 124200   | 632006070             | 10       | MIDATLANTIC LOGISTICS                         | 1,125.00             | 1,125.00            | ACCEPTS       | 14    | AAF        |     |
| 125500   | 343                   | 10       | MIDWEST DRIVERS SOLUTION                      | 9,735.37             | 9,735.37            | ACCEPTS       | 92    |            |     |
| 126300   | 632006170             | 10       | MILLER ENERGY INC.                            | 530.66               | 530.66              | ACCEPTS       | 45    |            |     |
| 126400   | 12                    | 10       | MILLER PACKAGING MATERIALS                    | 2,886.00             | 5,772.00            | ACCEPTS       | 4     | CLR<br>DUP |     |
| 126400   | 65                    | 10       | MILLER PACKAGING MATERIALS                    | 2,886.00             | 5,772.00            | ACCEPTS       | 63    | AAF<br>XCR |     |
| 126700   | 129                   | 10       | MIRILLAS OPTICAS, S.L.                        | 1,699.20             | 3,398.40            | ACCEPTS       | 171   | AAF<br>DUP |     |
| 126700   | 195                   | 10       | MIRILLAS OPTICAS, S.L.                        | 1,699.20             | 3,398.40            | ACCEPTS       | 171   | AAF<br>DUP |     |
| 128000   | 632006210             | 10       | MOLTEN METAL EQUIPMENT INC.                   | 2,465.66             | 2,465.66            | ACCEPTS       | 159   |            |     |
| 128300   | 611                   | 10       | MONROE TOOL & DIE INC                         | 16,040.00            | DUP                 |               |       |            |     |
| 128300   | 632006220             | 10       | MONROE TOOL & DIE INC.                        | 16,040.00            | XCR                 |               |       |            |     |
| 128300   | 345                   | 10       | MONROE TOOL & DIE, INC.                       | 16,040.00            | ACCEPTS             |               |       |            |     |
| 128600   | 632006230             | 10       | MONSTER INC.                                  | 2,650.00             | 2,650.00            | ACCEPTS       | 76    |            |     |
| 130200   | 635001010             | 10       | MSC INDUSTRIAL SUPPLY CO                      | 56.66                | 56.66               | ACCEPTS       | 122   | XCR        |     |
| 130400   | 634001290             | 10       | MSC - PRE-FINISH METALS                       | 3,803.74             | 3,803.74            | ACCEPTS       | 199   |            |     |
| 132800   | 233                   | 10       | NATIONAL GLASS ASSOCIATION                    | 4,874.75             | 4,874.75            | ACCEPTS       | 25    | DUP        |     |
| 135500   | 172                   | 10       | NEW PENN MOTOR EXPRESS                        | 29,657.15            | 29,657.15           | ACCEPTS       | 50    |            |     |
| 137400   | 138                   | 10       | NORFIELD INDUSTRIES                           | 1,347.56             | 1,347.56            | ACCEPTS       | 54    | AAF        |     |
| 140700   | 173                   | 10       | OILGEAR COMPANY, THE                          | 23,254.05            | 23,254.05           | ACCEPTS       | 72    |            |     |
| 141600   | 27                    | 10       | OLYMPIC WIRE & CABLE CORP.                    | 572.40               | 572.40              | ACCEPTS       | 32    | AAF        |     |
| 142700   | 337                   | 10       | PACIFIC USA CORP                              | 111,041.24           | 111,041.24          | ACCEPTS       | 135   | AAF        |     |
| 143800   | 353                   | 10       | PANITCH SCHWARZE BELISARIO & NAD              | 3,625.59             | 3,625.59            | ACCEPTS       | 127   |            |     |

SHAPES/ARCH HOLDINGS LLC  
Class 10 General Unsecured Claims

PAGE: 6

| VENDOR # | CLAIM/ SCHEDULE CLASS | PLAN CLAIMANT                       | ELIGIBLE      | TOTAL VOTING AMOUNT | ACCEPT/REJECT COUNT | BALLOT # | CTR |
|----------|-----------------------|-------------------------------------|---------------|---------------------|---------------------|----------|-----|
|          |                       |                                     | VOTING AMOUNT |                     |                     |          |     |
| 144700   | 632007050             | 10 PECHINNEY SALES CORP.            | 3,544.00      | 3,544.00            | ACCEPTS             | 39       |     |
| 147900   | 633002640             | 10 PERFECT TRADE DEVELOPMENT CO     | 433,628.49    | 433,628.49          | ACCEPTS             | 131      |     |
| 148100   | 632007270             | 10 PERFORMANCE ELECTROSTATIC        | 12.58         | 12.58               | ACCEPTS             | 20       |     |
| 148200   | 632007280             | 10 PERMA INDUSTRIES, INC.           | 2,372.06      | 2,372.06            | ACCEPTS             | 172      |     |
| 148300   | 90                    | 10 PERMATECH PERMATECH INC.         | 11,831.94     | 23,065.25           | ACCEPTS             | NSD      |     |
| 148300   |                       |                                     | 11,233.31     |                     |                     | 140      | XCR |
| 150500   | 632007450             | 10 PIVOT PUNCH CORP                 | 2,668.43      | 2,668.43            | ACCEPTS             | 88       |     |
| 150800   | 635001190             | 10 PLASTIC PROCESS EQUIPMENT        | 153.04        | 153.04              | ACCEPTS             | 6        |     |
| 154800   | 154                   | 10 PROFORMA/PROFORMA CORPORATE CONC | 21,343.35     | 21,343.35           | ACCEPTS             | 95       |     |
| 155300   | 635001240             | 10 PRO LABEL, INC.                  | 969.03        | 969.03              | ACCEPTS             | 66       | CLS |
| 155400   | 632007630             | 10 PROVIDENT PACKAGING & CONTAIN    | 96.45         | 96.45               | ACCEPTS             | 94       |     |
| 155500   | 633002710             | 10 PROVIDENT PACKAGING CORP         | 3,622.90      | 3,622.90            | ACCEPTS             | 55       |     |
| 156400   | 2                     | 10 PSK STEEL CORP.                  | 38,683.00     | 38,683.00           | **REJECTS**         | 106      | AAF |
| 156600   | 297                   | 10 PUBLIC SERVICE ELECTRIC AND GAS  | 19,916.00     | 19,916.00           | ACCEPTS             | 161      |     |
| 156800   | 699                   | 10 PYROTEK INC.                     | 21,952.35     | 21,952.35           | ACCEPTS             | 160      |     |
| 157100   | 632007680             | 10 QC INC.                          | 1,571.00      | 1,571.00            | ACCEPTS             | 180      |     |
| 159500   | 632007830             | 10 QUINT COMPANY                    | 1,997.29      | 1,997.29            | ACCEPTS             | 105      |     |
| 160200   | 635001270             | 10 RANKIN AUTOMATION                | 425.96        | 425.96              | ACCEPTS             | 27       |     |
| 160900   | 632007950             | 10 RED WING MOBILE UNIT             | 5,081.00      | 5,081.00            | ACCEPTS             | 121      |     |
| 161000   | 15                    | 10 RED WING SHOE STORE              | 143.00        | 143.00              | ACCEPTS             | 46       | NSD |
| 161500   | 635001300             | 10 REHABILITATION & OCCUPATIONAL    | 675.00        | 675.00              | ACCEPTS             | 29       |     |
| 161700   | 632007980             | 10 REIT LUBRICANTS                  | 17,263.13     | 17,263.13           | ACCEPTS             | 134      | XCR |
| 162400   | 632008000             | 10 REVCOMM TELEPHONE SYSTEMS        | 71.69         | 71.69               | ACCEPTS             | 24       |     |
| 164200   | 241                   | 10 R-MAC TRANSPORT                  | 19,252.32     | 38,504.64           | **REJECTS**         | 36       | DUP |
| 164200   | 277                   | 10 R-MAC TRANSPORT                  | 19,252.32     | 38,504.64           | ACCEPTS             | 141      |     |
| 167400   | 632008210             | 10 RUMSEY ELECTRIC COMPANY          | 1,459.29      | 1,459.29            | ACCEPTS             | 150      |     |
| 167600   | 407                   | 10 RUSAL AMERICA CORP.              | 5,285,371.04  | 5,285,371.04        | ACCEPTS             | 103      |     |
| 167900   | 632008250             | 10 RUTLAND TOOL SUPPLY CO.          | 144.96        | 144.96              | ACCEPTS             |          |     |

| VENDOR # | CLAIM/ SCHEDULE CLASS | PLAN CLAIMANT   | ELIGIBLE VOTING AMOUNT | TOTAL VOTING AMOUNT | ACCEPT/REJECT COUNT |         |     | BALLOT #   | CTR |
|----------|-----------------------|---|------------------------|---------------------|---------------------|---------|-----|------------|-----|
|          |                       |   |                        |                     | 84                  | AAF     | DUP |            |     |
| 168200   | 634001500             | 10 RYERSON TULL   | 6,712.45               | 6,712.45            | ACCEPTS             |         |     |            |     |
| 169100   | 151                   | 10 SAFETY-KLEEN SYSTEMS, INC.                           | 2,958.52               | 1,642.07            | 4,600.59            | ACCEPTS |     | 166 AAF    |     |
| 169100   | 152                   | 10 SAF-GARD SHOE CO. INC.                               | 2,893.71               | 2,893.71            | **REJECTS**         |         |     | 58         |     |
| 169200   | 632008340             | 10 SASHLITE, LLC  | 3,099.15               | 3,099.15            | ACCEPTS             |         |     | 176        |     |
| 170600   | 168                   | 10 SELLEE CORPORATION                                   | 14,113.65              | 14,113.65           | ACCEPTS             |         |     | 52 DUP     |     |
| 172000   | 180                   | 10 SELLEE CORPORATION                                   | 15,106.50              | 15,106.50           | ACCEPTS             |         |     | 18 AAF     |     |
| 172000   | 180                   | 10 SELLEE CORPORATION                                   | 14,113.65              | 14,113.65           | ACCEPTS             |         |     | 116        |     |
| 172000   | 256                   | 10 SELLEE CORPORATION                                   | 15,106.50              | 15,106.50           | ACCEPTS             |         |     | 116        |     |
| 172000   | 256                   | 10 SELLEE CORPORATION                                   | 14,113.65              | 14,113.65           | ACCEPTS             |         |     | 187        |     |
| 172000   | 286                   | 10 SELLEE CORPORATION                                   | 15,106.50              | 87,660.45           | ACCEPTS             |         |     | 5 AAF      |     |
| 173400   | 84                    | 10 SERVICE TIRE TRUCK CENTER SERVICE TIRE TRUCK CENTERS | 305.22                 | 305.22              | 610.44              | ACCEPTS |     | XCR        |     |
| 173900   | 685                   | 10 SHANGHAI HOUSING PROD CO LTD                         | 25,149.92              | 25,149.92           | ACCEPTS             |         |     | 147 DUP    |     |
| 174400   | 7                     | 10 SHAPES UNLIMITED, INC.                               | 23,119.72              | 23,119.72           | ACCEPTS             |         |     |            |     |
| 176400   | 632008690             | 10 SIGBET MFG.  | 1,137.88               | 1,137.88            | ACCEPTS             |         |     |            |     |
| 177500   | 145                   | 10 SO JERSEY PROCESSING, INC                            | 9,309.70               | 9,309.70            | ACCEPTS             |         |     | 5 AAF      |     |
| 180800   | 632008910             | 10 STANDARD WHSE. & DIST. CO, INC                       | 220.09                 | 220.09              | ACCEPTS             |         |     | 12 XCR     |     |
| 183400   | 695                   | 10 STEWART BUSINESS SYSTEMS                             | 1,327.82               | 1,327.82            | ACCEPTS             |         |     | 23         |     |
| 184300   | 29                    | 10 STRAHL & PITSCHE INC.                                | 593.86                 | 593.86              | ACCEPTS             |         |     | NSD XCR    |     |
| 184300   |                       | 10 STRAHL & PITSCHE INC.                                | 509.00                 | 509.00              | ACCEPTS             |         |     | 109 XCR    |     |
| 187900   | 633003100             | 10 TAIWAN FU HSING IND CO LTD                           | 113,513.46             | 113,513.46          | ACCEPTS             |         |     | 185        |     |
| 189400   | 398                   | 10 TELLKAMP SYSTEMS, INC.                               | 5,360.28               | 5,360.28            | ACCEPTS             |         |     | 81 AAF XCR |     |
| 189400   | 632009330             | 10 TELLKAMP SYSTEMS, INC.                               | 5,360.28               | 10,720.56           | ACCEPTS             |         |     | 71 DUP XCR |     |
| 189900   | 632009350             | 10 TEMPLE-INLAND  | 11,507.20              | 11,507.20           | ACCEPTS             |         |     | 178 XCR    |     |
| 191800   | 213                   | 10 THEODORE E MOZER, INC                                | 2,270.00               | 2,270.00            | ACCEPTS             |         |     | AAF XCR    |     |
| 191800   | 283                   | 10 THEODORE E MOZER, INC                                | 2,270.00               | 2,270.00            | ACCEPTS             |         |     | 41 AAF XCR |     |
| 191800   | 632009500             | 10 THEODORE E. MOZER, INC.                              | 2,270.00               | 6,810.00            | ACCEPTS             |         |     |            |     |
| 194300   | 689                   | 10 TIPOCO PUNCH INC.                                    | 1,585.18               | 3,170.36            | ACCEPTS             |         |     |            |     |
| 194300   |                       | 10 TIPOCO PUNCH, INC.                                   | 1,585.18               | 4,711.36            | ACCEPTS             |         |     |            |     |
| 194500   | 632009630             | 10 TIP TEMPERATURE PRODUCTS                             | 594.00                 | 1,188.00            | ACCEPTS             |         |     | 34 AAF XCR |     |
| 195400   | 185                   | 10 TOOLS UNLIMITED, INC.                                | 594.00                 | 1,238.39            | ACCEPTS             |         |     | AAP        |     |
| 196300   | 101                   | 10 TPC WIRE & CABLE                                     | 1,238.39               |                     |                     |         |     |            |     |

| VENDOR #               | CLAIM/ SCHEDULE CLASS | PLAN CLAIMANT                     | ELIGIBLE VOTING AMOUNT    | TOTAL VOTING AMOUNT | ACCEPT/REJECT COUNT | BALLOT #                  | CTR |
|------------------------|-----------------------|-----------------------------------|---------------------------|---------------------|---------------------|---------------------------|-----|
| 196300                 | 632009690             | 10 TPC WIRE & CABLE               | 1,238.89                  | 2,477.28            | ACCEPTS             | 38 XCR                    |     |
| 198600                 | 635001710             | 10 TRUCK TIRE SERVICE CORPORATION | 1,337.76                  | 1,337.76            | ACCEPTS             | 111 XCR                   |     |
| 198800                 | 635001720             | 10 TRUTH HARDWARE                 | 231.30                    | 231.30              | ACCEPTS             | 110 XCR                   |     |
| 201100                 | 632009900             | 10 ULTRA-SONIC EXTRUSION DIES     | 5,623.00                  | 5,623.00            | ACCEPTS             | 33 XCR                    |     |
| 204000                 | 351                   | 10 UNITED STATES POSTAL SERVICE   | 975.00                    | 975.00              | ACCEPTS             | 118 XCR                   |     |
| 206700                 | 42                    | 10 VARSITY LOGISTICS, INC.        | 1,809.91                  | 1,809.91            | ACCEPTS             | 19 XAF                    |     |
| 207600                 | 691                   | 10 VERIZON WIRELESS NORTHEAST     | 4,408.43                  | 4,408.43            | ACCEPTS             | 146 XCR                   |     |
| 213200                 | 633003580             | 10 WELLS FARGO INSURANCE          | 9,200.27                  | 9,200.27            | ACCEPTS             | 167 XCR                   |     |
| 213800                 | 79                    | 10 WETMORE, WILLIAM J.            | 1.00                      | 1.00                | ACCEPTS             | 28 XAF                    |     |
| 214300                 | 632010460             | 10 WHETSTONE TECHNOLOGY LLC       | 5,168.04                  | 5,168.04            | ACCEPTS             | 78 XCR                    |     |
| 218400                 | 250                   | 10 YALE SALES WHOLESALE HARDWARE  | 2,297.59                  | 2,297.59            | ACCEPTS             | 67 XAF                    |     |
| 218600                 | 632010670             | 10 YARD TRUCK SPECIALIST, INC.    | 1,165.44                  | 1,165.44            | ACCEPTS             | 151 XCR                   |     |
| 221100                 | 388                   | 10 ZYNOTIC IMPORTS LTD            | 14,655.08                 | 14,655.08           | **REJECTS**         | 152 XCR                   |     |
| TOTAL AMOUNT VOTING:   |                       | 23,360,156.27                     | PERCENT AMOUNT ACCEPTING: |                     | 98.27%              | PERCENT VOTERS ACCEPTING: |     |
| AMOUNT ACCEPTING PLAN: |                       | 22,956,813.82                     | VOTERS ACCEPTING:         |                     | 98.27%              | 93.26%                    |     |
| AMOUNT REJECTING PLAN: |                       | 403,342.45                        | VOTERS REJECTING:         |                     | 1.73%               | PERCENT VOTERS REJECTING: |     |
|                        |                       |                                   |                           |                     |                     | 6.74%                     |     |

**Exhibit B**

- A) The following creditors submitted a ballot for a claim in which the Debtors served an Objection on or before June 20, 2008 (Docket No. 388). Pursuant to Paragraph 22 of the Disclosure Statement Order, such claims are temporarily disallowed for voting purposes. Accordingly, such ballots were not counted.

| <b>Ballot #</b> | <b>Creditor</b>  | <b>Plan Class</b> | <b>Voting Amount</b> | <b>Accept/Reject</b> |
|-----------------|--|-------------------|----------------------|----------------------|
| 73              | J&J Snack Foods, Corp.                                   | 9                 | \$240,000,000        | Reject               |
| 149             | Euler Hermes ACI, assignee of Lumberman Associates, Inc. | 10                | \$68,588.41          | Accept               |
| 168             | Ward Sand and Materials Company, Inc.                    | 9                 | \$221,636,462.65     | Reject               |
| 188             | Atlantic Disposal Services, Inc.                         | 9                 | \$77,871,002.43      | Reject               |

- B) The following creditor submitted a ballot after the Voting Deadline. In addition, such claim was objected to on or before June 20, 2008 (Docket No. 388). Pursuant to Paragraphs 28(b) and 22, such claim is not permitted to vote and, otherwise, would be considered temporarily disallowed for voting purposes. Accordingly, such ballot was not counted.

| <b>Ballot #</b> | <b>Creditor</b>                  | <b>Plan Class</b> | <b>Voting Amount</b> | <b>Accept/Reject</b> |
|-----------------|----------------------------------|-------------------|----------------------|----------------------|
| 188             | Atlantic Disposal Services, Inc. | 9                 | \$77,871,002.43      | Reject               |

- C) The following creditor submitted a photocopy of the original ballot. Pursuant to Paragraph 28(g) of the Disclosure Statement Order, such ballot was not counted.

| <b>Ballot #</b> | <b>Creditor</b>              | <b>Plan Class</b> | <b>Voting Amount</b> | <b>Accept/Reject</b> |
|-----------------|------------------------------|-------------------|----------------------|----------------------|
| 198             | Quick Way, Inc. <sup>3</sup> | 9                 | \$77,871,004.43      | Reject               |

- D) The following creditor submitted a ballot by facsimile. Pursuant to Paragraph 28(h) of the Disclosure Statement Order, such ballot was not counted.

| <b>Ballot #</b> | <b>Creditor</b>              | <b>Plan Class</b> | <b>Voting Amount</b> | <b>Accept/Reject</b> |
|-----------------|------------------------------|-------------------|----------------------|----------------------|
| 186             | Elhaus Industrieanlagen GMBH | 10                | \$2,177.40           | Accept               |

- E) The following creditors submitted multiple ballots. Pursuant to Paragraph 25 of the Disclosure Statement Order, the last ballot received on or before the Voting Deadline was deemed to reflect the creditors' intent and superseded any prior ballots. Accordingly, such prior ballots were not counted.

| <b>Ballot #</b>                       | <b>Creditor</b>       | <b>Plan Class</b> | <b>Voting Amount</b> | <b>Accept/Reject</b> |
|---------------------------------------|-----------------------|-------------------|----------------------|----------------------|
| 3<br>Superseded<br>By Ballot<br># 180 | QC Inc.               | 10                | \$1,571.00           | Accept               |
| 7<br>Superseded<br>By Ballot<br># 181 | CAPP Inc.             | 10                | \$3,277.85           | Accept               |
| 11<br>Superseded<br>By Ballot<br># 21 | Air-Oil Systems, Inc. | 10                | \$1,782.29           | Accept               |

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<sup>3</sup> In addition, the claim filed by Quick Way is subject to the Debtors' Motion to Disallow Claims for Contribution and in the Alternative to Estimate Claims [Docket 388], and, therefore, is temporarily disallowed for voting purposes pursuant to Paragraph 22 of the Disclosure Statement Order.

| <b>Ballot #</b>                         | <b>Creditor</b>                       | <b>Plan Class</b> | <b>Voting Amount</b> | <b>Accept/Reject</b> |
|---|---------------------------------------|-------------------|----------------------|----------------------|
| 17<br>Superseded<br>By Ballot<br>#182   | All Weather Tempering                 | 10                | \$16,864.98          | Accept               |
| 60<br>Superseded<br>By Ballot<br>#196   | Bardot Plastics, Inc.                 | 10                | \$76,984.30          | Accept               |
| 62<br>Superseded<br>By Ballot<br>#187   | Sigbet Mfg.                           | 10                | \$1,137.88           | Accept               |
| 68<br>Superseded<br>By Ballot<br># 189  | Clendenin Bros. Inc.                  | 10                | \$12,635.00          | Accept               |
| 83<br>Superseded<br>By Ballot<br># 190  | International Plastic                 | 10                | \$1,000.00           | Accept               |
| 97<br>Superseded<br>By Ballot<br># 191  | Matalco Inc.                          | 10                | \$11,030.03          | Accept               |
| 100<br>Superseded<br>By Ballot<br># 194 | Boyle Bros. Inc.                      | 10                | \$3,757.20           | Accept               |
| 104<br>Superseded<br>By Ballot<br># 192 | Agis LLC                              | 10                | \$829.20             | Accept               |
| 120<br>Superseded<br>By Ballot<br># 193 | Panitch Schwarze Jacobs & Nadel, P.C. | 10                | \$190.00             | Accept               |

- F) The following creditor submitted a ballot, however, such creditor is not a member of any Voting Class. Accordingly, such ballot was not counted.

| <b>Ballot #</b> | <b>Creditor</b>                     | <b>Plan Class</b> | <b>Voting Amount</b> | <b>Accept/Reject</b> |
|-----------------|-------------------------------------|-------------------|----------------------|----------------------|
| 16              | Sturtz Machinery, Inc. <sup>4</sup> | --                | (\$2104.02)          | Accept               |

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<sup>4</sup> It bears noting that Sturtz Machinery, Inc. did not submit a proof of claim and is scheduled by the Debtors as owing a balance to the Debtors in the amount of \$2,104.02.